

**EXHIBIT C**  
**ARTICLES OF INCORPORATION**



**Whereas,** ARTICLES OF INCORPORATION OF  
INNOSYS COMPUTING, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

*Now Therefore, I, George H. Ryan, Secretary of State of the  
State of Illinois, by virtue of the powers vested in me by law, do  
hereby issue this certificate and attach hereto a copy of the  
Application of the aforesaid corporation.*

**In Testimony Whereof,** *I hereto set my hand and cause to  
be affixed the Great Seal of the State of Illinois,  
at the City of Springfield, this* 26TH  
*day of* FEBRUARY *A.D. 19* 92 *and*  
*of the Independence of the United States*  
*the two hundred and* 16TH.



*George H. Ryan*  
SECRETARY OF STATE

.. File #

This Space For Use By  
Secretary of State

Date 2.26.92

License Fee \$ 45.00  
Franchise Tax \$ 75.00  
Filing Fee \$ 120.00

Clerk ✓

\* A decimal point is optional. This space may be marked "n/a" when no reference to a par value is desired.

### OPTIONAL

The number of directors constituting the initial board of directors of the corporation is 3 and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are:

[illegible]

Youngwhan Lee, 301 Paddock Drive, #B-3, Savoy, IL 61874

Chunhee Suk, 301 Paddock Drive, #B-3, Savoy, IL 61874

Young Ho Lee, 456 W. Paddock Drive, Savoy, IL 61874

## ARTICLE SEVEN *OPTIONAL*

- (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ \_\_\_\_\_
- (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ \_\_\_\_\_
- (c) It is estimated that the gross amount of business which will be transacted by the corporation during the following year will be: \$ \_\_\_\_\_
- (d) It is estimated that the gross amount of business which will be transacted from places of business in the State of Illinois during the following year will be: \$ \_\_\_\_\_

## ARTICLE EIGHT OTHER PROVISIONS

**OTHER PROVISIONS**  
*Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc.*

### **NAMES & ADDRESSES OF INCORPORATORS**

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated Feb 12, 1942

### Signatures and Names

1. C/22222222 Acc -  
Signature

Youngwhan Lee

**Name (please print)**

2. \_\_\_\_\_

**Signature**

Name (please print)

3. \_\_\_\_\_

**Signature**

Name (please print)

**Post Office Address**

1. 301 Paddock Drive #B-3

**Sigee**

Savoy, IL 61874

| City/Town | State | Zip |
|-----------|-------|-----|
|-----------|-------|-----|

2. \_\_\_\_\_

**Street**

City/Town \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

3. \_\_\_\_\_

**Street**

City/Town \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_

(Signatures must be in ink on original document. Carbon copy, typed or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant Secretary.

Form BCA-2.10

**File No.**

**ARTICLES OF INCORPORATION**  
**OF**

**INNOSYS COMPUTING, INC.**

## 37ND3HJ5 F3F4

The following fees are required to be paid at the time of issuing the Certificate of Incorporation: FILING FEE \$75.00; INITIAL LICENSE FEE of 1/20th of 1% of the consideration to be received for initial issued shares (*See Art. 5*), MINIMUM \$5.00; INITIAL FRANCHISE TAX of 1/10 of 1% of the consideration to be received for initial issued shares (*see Art. 5*), MINIMUM \$25.00.

### EXAMPLES OF TOTAL DUE

| Consideration to be Received | TOTAL Due* |
|------------------------------|------------|
| up to \$1,000                | \$100.50   |
| \$ 5,000                     | \$102.50   |
| \$ 10,000                    | \$105.00   |
| \$ 25,000                    | \$112.50   |
| \$ 50,000                    | \$150.00   |
| \$100,000                    | \$225.00   |

\*Includes Filing Fee + License Fee + Franchise Tax

**RETURN TO:**

**Corporation Department  
Secretary of State  
Springfield, Illinois 62756  
Telephone: (217) 782-6961**

C.1829

ATTACHMENT A

Paragraph 2 of ARTICLE FOUR of the Articles of Incorporation of Innosys Computing, Inc. is hereby restated to read as follows:

PARAGRAPH 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:

The Preferred shares shall be preferred in liquidation over the Common shares to the extent of \$100.00 per share plus unpaid dividends at the rate of 6% for the year of liquidation. The Preferred shares are redeemable by the corporation upon ten days notice at the par value of such shares, plus unpaid dividends for the year of redemption at the rate of 6% per annum. No dividends shall be paid on the common shares unless dividends for the current year on the preferred shares are current. The Preferred shares shall have no voting privilege.

1122.1210

File Number 5673-539-9

State of Illinois  
Office of  
The Secretary of State

Whereas, ARTICLES OF AMENDMENT TO THE ARTICLES OF  
INCORPORATION OF INNOSYS COMPUTING, INC.  
INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN  
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE  
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 19<sup>TH</sup> day of MAY A.D. 19 98 and of the Independence of the United States the two hundred and 22<sup>ND</sup>



*George H. Ryan*

Secretary of State

PAID

MAY 20 1998

Form **BCA-10.30**  
(Rev. Jan. 1995)**ARTICLES OF AMENDMENT**File # 5673-539-9George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-1832**FILED**

MAY 19 1998 38

GEORGE H. RYAN  
SECRETARY OF STATE ...**SUBMIT IN DUPLICATE**This space for use by  
Secretary of StateDate 5-19-98  
Franchise Tax \$ ✓  
Filing Fee\* \$ ✓  
Penalty ✓  
Approved: ✓Remit payment in check or money  
order, payable to "Secretary of State."\*The filing fee for articles of  
amendment - \$25.001. CORPORATE NAME: Innosys Computing, Inc.

(Note 1)

## 2. MANNER OF ADOPTION OF AMENDMENT:

The following amendment of the Articles of Incorporation was adopted on 12-1-97  
19 \_\_\_\_ in the manner indicated below. ("X" one box only)☐ By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected;

(Note 2)

☐ By a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment;

(Note 2)

☐ By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment;

(Note 3)

☐ By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment;

(Note 4)

☐ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10;

(Notes 4&amp;5)

☒ By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment.

(Note 5)

## 3. TEXT OF AMENDMENT:

a. When amendment effects a name change, insert the new corporate name below. Use Page 2 for all other amendments.

Article I: The name of the corporation is:

no change

(NEW NAME)

All changes other than name, include on page 2  
(over)

**Text of Amendment**

- b. *(If amendment affects the corporate purpose, the amended purpose is required to be set forth in its entirety. If there is not sufficient space to do so, add one or more sheets of this size.)*

Article Four of the Articles of Incorporation of Innosys Computing, Inc. is hereby amended to read as follows:

**Paragraph 1: The authorized shares shall be:**

The aggregate number of shares of all classes of stock authorized to be issued is two million (2,000,000) shares, divided into one million (1,000,000) shares of Common stock and one million (1,000,000) shares of 6% Non-cumulative, Non-voting Preferred stock. The par value per share of the Common stock is \$1.00 and the par value per share of the preferred stock is \$100.00.

**Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are:**

The Preferred shares shall be preferred in liquidation over the Common shares to the extent of \$100.00 per share plus unpaid dividends at the rate of 6% for the year of liquidation. The Preferred shares are redeemable by the corporation upon ten days notice at the par value of such shares, plus unpaid dividends for the year of redemption at the rate of 6% per annum. No dividends shall be paid on the Common shares unless dividends for the current year on the preferred shares are current. The Preferred shares shall have no voting privilege.



- 1122 1213
4. The manner, if not set forth in Article 3b, in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: *(If not applicable, insert "No change")*

No change

5. (a) The manner, if not set forth in Article 3b, in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: *(If not applicable, insert "No change")*

No change

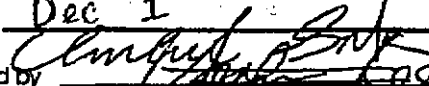

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: *(If not applicable, insert "No change")*

No change

|                 | Before Amendment | After Amendment |
|-----------------|------------------|-----------------|
| Paid-in Capital | \$ _____         | \$ _____        |

(Complete either Item 6 or 7 below. All signatures must be in **BLACK INK**.)

6. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

|             |  |              |   |
|-------------|--|--------------|---|
| Dated       | <u>Dec 1</u>   | 19 <u>97</u> | <u>Innosys Computing, Inc.</u>  |
|             |  |              | <i>(Exact Name of Corporation at date of execution)</i>                                     |
| attested by | <u></u> | by           | <u></u> |
|             | <i>(Signature of Secretary or Assistant Secretary)</i>                                     |              | <i>(Signature of President or Vice President)</i>   |
|             | <u>Chunhee Suk, Secretary</u>  |              | <u>Youngwhan Lee, President</u>   |
|             | <i>(Type or Print Name and Title)</i>  |              | <i>(Type or Print Name and Title)</i>   |

7. If amendment is authorized pursuant to Section 10.10 by the incorporators, the incorporators must sign below, and type or print name and title.

OR

If amendment is authorized by the directors pursuant to Section 10.10 and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below, and type or print name and title.

The undersigned affirms, under the penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, 19 \_\_\_\_

|       |       |
|-------|-------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

File # 5673-539-9

Form **BCA-5.10**  
**NFP-105.10**

(Rev. Jan. 1999)

Jesse White  
Secretary of State  
Department of Business Services  
Springfield, IL-62756  
Telephone (217) 782-3647  
<http://www.sos.state.il.us>

Jesse White Secretary of State

Filed 9/24/2001



CP0450081

SUBMIT IN DUPLICATE

This space for use by  
Secretary of State

Date Filed 9/24/2001

Filing Fee \$ 5

Approved: \*JR\*

Remit payment in check or money order,  
payable to "Secretary of State."

**STATEMENT OF  
CHANGE  
OF REGISTERED AGENT  
AND/OR REGISTERED  
OFFICE**

Type or print in black ink only.  
See reverse side for signature(s).

1. CORPORATE NAME: Innosys Computing, Inc  
(dba Innosys Communications, Inc)
2. STATE OR COUNTRY OF INCORPORATION: ILLINOIS
3. Name and address of the registered agent and registered office as they appear on the records of the office of the Secretary of State (before change):  
Registered Agent Youngwan Lee  
First Name Middle Name Last Name  
Registered Office 907 North Elm Street, Suite 100  
Number Street Suite No. (A P.O. Box alone is not acceptable)  
Hinsdale 60521 DuPage  
City ZIP Code County
4. Name and address of the registered agent and registered office shall be (after all changes herein reported):  
Registered Agent Youngwan Lee  
First Name Middle Name Last Name  
Registered Office 911 North Elm Street, Suite 127  
Number Street Suite No. (A P.O. Box alone is not acceptable) 022  
Hinsdale 60521 DuPage  
City ZIP Code County

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.
6. The above change was authorized by: ("X" one box only)
- a. ☐ By resolution duly adopted by the board of directors. (Note 5)
- b. ☒ By action of the registered agent. (Note 6)

**NOTE:** When the registered agent changes, the signatures of both president and secretary are required.

7. (If authorized by the board of directors, sign here. See Note 5)

The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated \_\_\_\_\_, \_\_\_\_\_  
(Month & Day) (Year) (Exact Name of Corporation)

attested by \_\_\_\_\_ by \_\_\_\_\_  
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

\_\_\_\_\_  
(Type or Print Name and Title) (Type or Print Name and Title)

(If change of registered office by registered agent, sign here. See Note 6)

The undersigned, under penalties of perjury, affirms that the facts stated herein are true.

Dated August 8, 2001  
(Month & Day) (Year)

Youngwan Lee  
(Signature of Registered Agent of Record)

#### NOTES

1. The registered office may, but need not be the same as the principal office of the corporation. However, the registered office and the office address of the registered agent must be the same.
2. The registered office must include a street or road address; a post office box number alone is not acceptable.
3. A corporation cannot act as its own registered agent.
4. If the registered office is changed from one county to another, then the corporation must file with the recorder of deeds of the new county a certified copy of the articles of incorporation and a certified copy of the statement of change of registered office. Such certified copies may be obtained ONLY from the Secretary of State.
5. Any change of registered agent must be by resolution adopted by the board of directors. This statement must then be signed by the president (or vice-president) and by the secretary (or an assistant secretary).
6. The registered agent may report a change of the registered office of the corporation for which he or she is registered agent. When the agent reports such a change, this statement must be signed by the registered agent.